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UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

NO. 03-CV-12426

----- x
CAREFREE PARK CORPORATION,
Plaintiff

vs.

ADIB NABHAN,
Defendant
----- x

DEPOSITION of AMIN NABHAN, a witness
called on behalf of the Defendant, taken
pursuant to notice before Robert M. Bramanti,
Certified Shorthand Reporter, Registered Merit
Reporter and Notary Public in and for the
Commonwealth of Massachusetts, at the offices of
Morrison Mahoney, LLC, 250 Summer Street,
Boston, Massachusetts, on Tuesday, January 11,
2005, commencing at 10:07 a.m.

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Exhibit B

Yes.
we had a lawsuit on the property -- we had an accident on the go-cart track.

Q. When was that again? I'm sorry.

A. We had an accident on the go-cart track.

Q. When was that?

A. 1993.

Q. Okay.

A. There was back problems with the individual and we were afraid that we were going to lose the property.

At the same time I had a problem up Salisbury Beach at the Carousel Lounge.

Q. That was again in 1993?

A. This is around 1993, '94. Eddie and I discussed converting -- putting the Fun Depot and all those businesses into a separate entity, again, owned by Carefree Park, being Carefree Park is the mother company. This way if there is an accident, if we lose the business, so be it, we have still got the real estate.

That was our biggest fear. This is why we incorporated Fun Depot. The idea is Jamile and I and him will be the owners. This was

1 A. His response to me was, "This is my wife and I's
2 business. Nobody has anything in here. It's my
3 wife and I's business. Nobody has anything but
4 us."

5 Q. Who else was there when you had this
6 conversation in Adib's office?

7 A. Just him and I.

8 Q. Can you be any more specific as to when this
9 occurred? Was it before Christmas? Before New
10 Year's 2002?

11 A. It was -- I don't know the exact night, but I
12 know it was right around that time frame.

13 Q. You don't know whether it was before Christmas
14 or between Christmas and New Year's?

15 A. I think it may have been after the New Year's
16 because I went in for a final conversation with
17 him before I was leaving.

18 Q. Do you have any records that would indicate when
19 it was that you left Florida around New Year's
20 in 2002?

21 A. Probably shortly thereafter, a day or so
22 afterwards.

23 Q. January 2nd, January 3rd?

24 A. Maybe.

1 mentioned to both of them, between both of us,
2 not to put it in his name.

3 Q. So it was specifically discussed that Fun Depot,
4 Inc., would not go solely into Adib's name?

5 A. Absolutely. Absolutely.

6 Q. When did that discussion occur?

7 A. '95, and he hadn't -- he hadn't incorporated --
8 it was '96 that he had incorporated and he told
9 me that he put it into a separate corporation,
10 February of '96 he incorporated.

11 Q. That's when he told you created Fun Depot, Inc.?

12 A. Yes.

13 Q. When did you learn that you were not a
14 shareholder, you and Jamile were not
15 shareholders in Fun Depot, Inc.?

16 A. In 2001, 2002. This is around Christmas, New
17 Year's of 2001, -- 2001 Christmas, 2002 New
18 Year's.

19 Q. How did you learn that you and Jamile were not
20 shareholders of Fun Depot, Inc.?

21 A. We were in his office. I said to Eddie, "The
22 business is going real bad in Massachusetts. We
23 need to start getting revenue from here."

24 Q. Okay.

1 Q. That time frame?

2 A. I didn't leave January 1st. Probably January
3 3rd.

4 Q. When Adib told you it was his and his wife's
5 business and nobody else's, did you say anything
6 in response?

7 A. I was furious.

8 Q. Did you say anything in response to him?

9 A. No.

10 Q. You didn't remind him of what you said earlier,
11 that you absolutely discussed earlier that Fun
12 Depot, Inc., would not go solely into his name?

13 A. I didn't go into any conversation with him about
14 that. But I had a meeting with the family
15 afterwards.

16 Q. When did you have the meeting with the family?

17 A. Right after I came back.

18 Q. January 4th, 5th?

19 A. Somewhere around that time.

20 Q. What do you recall of that meeting? Who
21 attended?

22 A. Jamile, George, my wife was there, and Faye was
23 there.

24 Q. Where did this meeting occur?

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- 1 A. I understand we build the company all together
 2 for all of us and then Eddie said he wanted to
 3 divide, take Florida and give Amin Salisbury and
 4 the rest of us, we didn't have nothing.
 5 Q. Do you understand anything else about what this
 6 lawsuit is about other than that?
 7 A. Well, because, you know, I talked to Eddie when
 8 Amin told me Eddie said I don't have nothing in
 9 Florida, I called Eddie and I said, "Eddie, you
 10 know, let's settle this before we go any
 11 further." I called him and I said, "Let's
 12 settle this before we go any further. So what
 13 are we going to do to divide everything for all
 14 of us?" He said, "I just want to give Amin
 15 Salisbury and take Florida." I said, "What
 16 happens with the rest of us?" He said nothing.
 17 So that's what happens.
 18 Q. When did you have that conversation with Eddie?
 19 A. Two years ago. 2002, I think.
 20 Q. It's your understanding that this lawsuit has to
 21 do with that?
 22 A. Yes, because, you know, we should all of us take
 23 our share. Because we build the company for all
 24 of us. It's not for one person or two persons.

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- 1 myself." I said, "What about the rest of us?"
 2 And he said that's it, him and Amin.
 3 Q. Going back to when Amin told you of his
 4 discussion with Eddie, do you remember anything
 5 else Amin said to you about that discussion?
 6 A. No, that's what he said.
 7 Q. Do you remember anything else about your
 8 conversation with Eddie after Amin told you
 9 that?
 10 A. Well, Eddie told me he wanted to give Amin
 11 Salisbury and take Florida.
 12 Q. Do you remember anything else about the
 13 conversation that you had with Eddie at the
 14 time?
 15 MR. KIRBY: Other than what she's already
 16 said?
 17 MR. VALLEY: Right.
 18 A. That's all I remember.
 19 Q. When Amin told you of his conversation with
 20 Eddie, was there anyone else with you, with you
 21 and Amin?
 22 A. It was Faye and George.
 23 Q. What do you recall Faye --
 24 A. My sister and my brother.

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- 1 Q. When did you find out *Exc*
 2 wanted Florida for him
 3 Salisbury, when is the f
 4 about that?
 5 A. I think 2002, he went to
 6 discussion with Eddie. I
 7 told him Florida is for him ~~and~~ and nobody has
 8 nothing there.
 9 Q. When was that again? I'm sorry.
 10 A. Between 2001 and 2002, around the holidays. I
 11 think 2002. Around the holidays.
 12 Q. You indicated you first learned when Amin told
 13 you that's what Eddie had told him?
 14 A. Yes.
 15 Q. When did Amin say that Eddie said --
 16 A. Amin said, "I went to talk to Eddie and Eddie
 17 said that everything in Florida is his and we
 18 didn't have nothing there. We have to do
 19 something about it."
 20 I said, "Well, before we do something
 21 about it, I'm going to call Eddie and talk to
 22 him."
 23 I called Eddie and Eddie said to me, "I
 24 will give Salisbury to Amin and keep Florida for
 5 Q. What do you recall Faye saying at the time when
 6 Amin told you of his conversation with Eddie?
 7 A. Well, we were all surprised because my dad and
 8 my aunt trusted Amin and Eddie to take care of
 9 all of us, and now they turned around and Eddie
 10 wanted to take Florida and he wanted Amin to
 11 take Salisbury. What happens with the rest of
 12 us?
 13 Q. What do you recall Faye saying during that
 14 conversation?
 15 A. She was shocked, she said, you know, "We trust
 16 Eddie very much."
 17 Q. Do you recall anything else that Faye said?
 18 A. I don't remember.
 19 Q. What did your brother George say?
 20 A. I don't remember.
 21 Q. Was anybody else present --
 22 A. No.
 23 Q. -- when Amin told you that?
 24 A. No.
 25 Q. Was Amin's wife there?
 26 A. I don't remember.
 27 Q. Do you know whether Faye's husband or George's
 28 wife was there?